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Attorneys for the Debtors

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In re:  
SHAPES/ARCH HOLDINGS L.L.C., et  
al.  
Debtors.

: UNITED STATES BANKRUPTCY COURT  
: FOR THE DISTRICT OF NEW JERSEY  
: CHAPTER 11  
: CASE NO. 08-14631 (GMB)  
:  
:

**ORDER GRANTING THE DEBTORS' FIRST OMNIBUS  
OBJECTION TO DUPLICATE AND/OR REDUNDANT PROOFS OF CLAIM**

The relief set forth on the following pages, numbered (2) and (3) is hereby **ORDERED**.

**DATED: 7/30/2008**

  
\_\_\_\_\_  
Honorable Gloria M. Burns  
United States Bankruptcy Court Judge

In re: Shapes/Arch Holding, L.L.C., et al.

Case No: 08-14631

Order Granting the Debtors' First Omnibus Objection to Duplicate and/or Redundant Claims

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Upon consideration of the Debtors' First Omnibus Objection to Duplicate and/or Redundant Proofs of Claim (the "First Omnibus Objection") for the entry of an order (the "Order") expunging and disallowing certain Filed Claims identified in Exhibit 1 and Exhibit 2 to this Order; and pursuant to Rule 3007 of the Federal Rules of Bankruptcy Procedure, good and sufficient notice having been provided to each holder of a claim listed on the attached exhibits; and the relief requested in the First Omnibus Objection being in the best interests of the Debtors and their estates and creditors; and the Court having reviewed Objections to the First Omnibus Objection, if any; and upon all proceedings had before the Court; and after deliberation and sufficient cause appearing therefore, **IT IS HEREBY ORDERED:**

1. That the Objection is SUSTAINED, as set forth herein;
2. That the duplicate proofs of claim identified on Exhibit 1 as "List of Duplicate Claims for Same Debtor" are hereby expunged and disallowed in their entirety;
3. That the redundant proofs of claim identified on Exhibit 2 as "List of Redundant Claims for Multiple Debtors" are hereby expunged and disallowed in their entirety;
4. This Order does not affect the claims identified in Exhibit 1 or Exhibit 2 as to the "Remaining Claim";
5. That the Objection as it pertains to the claims filed by Glencore Ltd. is hereby adjourned to a date and time mutually agreeable to the parties and the Court;

In re: Shapes/Arch Holding, L.L.C., et al.

Case No: 08-14631

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6. That the Objection as it pertains to the claims filed by Alcan Aluminum Corp. is resolved as set forth in the Stipulation attached hereto as Exhibit 3; and

7. That the Debtors' right to file other objections to claims, including those claims referenced in the First Omnibus Objection, is hereby fully reserved.

**EXHIBIT 1**

**Parties Holding Duplicate Claims for Same Debtor**  
**(all parties listed alphabetically, and individually by last name)**

**Please refer to Page 7 of the First Omnibus Objection for the stated grounds in support of the Objection.**

Name/Address of Claimant	Claim to be Expunged				Remaining Claims			
	Claim Number	Debtor	Claim Amount	Claim Type	Cross Claim Number	Debtor	Claim Amount	Claim Type
AIR LIQUIDE INDUSTRIAL U.S. LP ATTN LEGAL DEPARTMENT 2700 POST OAK BOULEVARD, SUITE 1800 HOUSTON, TX 77056			14,437.98 52,483.08	P U			14,437.98 52,483.08	P U
	131	Shapes/Arch Holdings LLC	66,921.06	T	121	Shapes/Arch Holdings LLC	66,921.06	T
ALCOA INC. PAUL KOPATICH 201 ISABELLA STREET PITTSBURGH, PA 15212	673	Delair LLC	336,156.47	U	518	Delair LLC	336,156.47	U
ALCOA INC. PAUL KOPATICH 201 ISABELLA STREET PITTSBURGH, PA 15212	694	Delair LLC	336,156.47	U	518	Delair LLC	336,156.47	U
AMERICAN IRON & METAL COMPANY (USA), INC C/O EULER HERMES ACI 800 RED BROOK BOULEVARD OWINGS MILLS, MD 21117	406	Shapes LLC	181,087.20	U	347	Shapes LLC	181,087.20	U
ATLANTIC DISPOSAL SERVICES, INC. N/K/A ACR, INC. C/O SANDFORD F. SCHMIDT, ESQUIRE 29 UNION STREET MEDFORD, NJ 08055	712	Shapes/Arch Holdings LLC	77,871,002.43	U	665	Shapes/Arch Holdings LLC	77,871,002.43	U
BATTEL, STEVEN C/O CHERYL L COOPER, ESQ. HOLSTON MACDONALD UZDAVINIS 66 EUCLID STREET / PO BOX 358 WOODBURY, NJ 08096	414	Shapes/Arch Holdings LLC	250,000.00	U	272	Shapes/Arch Holdings LLC	250,000.00	U
BATTEL, STEVEN C/O CHERYL L COOPER, ESQ. HOLSTON MACDONALD UZDAVINIS 66 EUCLID STREET / PO BOX 358 WOODBURY, NJ 08096	362	Shapes/Arch Holdings LLC	250,000.00	U	272	Shapes/Arch Holdings LLC	250,000.00	U
BIL-RAY ALUMINUM SIDING CORP. T/A THE BIL-RAY GROUP 40 ELMONT ROAD ELMONT, NY 11003-1603	420	Accu-Weld LLC	900,000.00	U	216	Accu-Weld LLC	900,000.00	U
BIL-RAY ALUMINUM SIDING CORP OF QNS INC ATTN MARK F HEINZE OFECK & HEINZE LLP 85 MAIN ST, STE 204 HACKENSACK, NJ 07601	282	Accu-Weld LLC	900,000.00	U	216	Accu-Weld LLC	900,000.00	U

Name/Address of Claimant	Claim to be Expunged				Remaining Claims			
	Claim Number	Debtor	Claim Amount	Claim Type	Cross Claim Number	Debtor	Claim Amount	Claim Type
COILPLUS-PENNSYLVANIA, INC. ATTN HUGH GRANEY, CONTROLLER 5135 BLEIGH AVENUE PHILADELPHIA, PA 19136	273	Delair LLC	252,882.84	U	252	Delair LLC	252,882.84	U
COILPLUS-PENNSYLVANIA, INC. ATTN HUGH GRANEY, CONTROLLER 5135 BLEIGH AVENUE PHILADELPHIA, PA 19136	334	Delair LLC	252,882.84	U	252	Delair LLC	252,882.84	U
COILPLUS-PENNSYLVANIA, INC. ATTN HUGH GRANEY, CONTROLLER 5135 BLEIGH AVENUE PHILADELPHIA, PA 19136	310	Delair LLC	252,882.84	U	252	Delair LLC	252,882.84	U
COILPLUS-PENNSYLVANIA, INC. ATTN HUGH GRANEY, CONTROLLER 5135 BLEIGH AVENUE PHILADELPHIA, PA 19136	312	Delair LLC	252,822.84	U	252	Delair LLC	252,822.84	U
DE LAGE LANDEN FINANCIAL SERVICES, INC. 1111 OLD EAGLE SCHOOL ROAD ATTN: LARRY LEVIN WAYNE, PA 19087	674	Shapes/Arch Holdings LLC	276,880.26	U	489	Shapes/Arch Holdings LLC	276,880.26	U
DE LAGE LANDEN FINANCIAL SERVICES, INC. 1111 OLD EAGLE SCHOOL ROAD ATTN: LARRY LEVIN WAYNE, PA 19087	675	Shapes/Arch Holdings LLC	440,283.06	U	490	Shapes/Arch Holdings LLC	440,283.06	U
ESTES-EXPRESS LINES ATTN CREDIT DEPARTMENT 3901 WEST BROAD STREET RICHMOND, VA 23230-3962	341	Shapes/Arch Holdings LLC	55,978.10	U	207	Shapes/Arch Holdings LLC	55,978.10	U
EXCO EXTRUSION DIES 56617 NORTH BAY DRIVE ATTN: JANET SLEDMORE, CONTROLLER CHESTERFIELD, MI 48051	409	Shapes/Arch Holdings LLC	335,030.58	U	394	Shapes/Arch Holdings LLC	335,030.58	U
GAINSBOROUGH HARDWARE IND LTD 190 WHITEHORSE ROAD BLACKBURN VICTORIA, 3130 AUSTRALIA	374	Ultra LLC	117,695.17	U	300	Ultra LLC	117,695.17	U

Name/Address of Claimant	Claim to be Expunged				Remaining Claims			
	Claim Number	Debtor	Claim Amount	Claim Type	Cross Claim Number	Debtor	Claim Amount	Claim Type
GEE BRIDGE INTERNATIONAL INC 5TH FLOOR, NO. 44, LANE 80, NAN-KANG ROAD, SEC. 3, TAIPEI, TAIWAN	247	Shapes/Arch Holdings LLC	102,127.55	U	205	Shapes/Arch Holdings LLC	102,127.55	U
INTERNATIONAL BUSINESS SYSTEMS 90 BLUE RAVINE ROAD FOLSOM, CA 95630	290	Ultra LLC	59,820.10	U	186	Ultra LLC	59,820.10	U
INTERNATIONAL FIDELITY INSURANCE CO. C/O INTL BOND & MARINE BRKGE, LTD. 2 HUDSON PLACE, 4TH FLOOR HOBOKEN, NJ 07030	604	Shapes/Arch Holdings LLC	200,000.00	P	461	Shapes/Arch Holdings LLC	200,000.00	P
JOHN A. STEER CO. ATTN: ALFRED J. DUTCH, TREASURER 28 SO. 2ND STREET PHILADELPHIA, PA 19106	672	Ultra LLC	243,545.66	U	519	Ultra LLC	243,545.66	U
KERINS, JOSEPH F. 10 OAK LEAF DRIVE NEW EGYPT, NJ 08533	524	Shapes/Arch Holdings LLC	50,000.00	P	481	Shapes/Arch Holdings LLC	50,000.00	P
LUMBERMEN ASSOCIATES, INC. C/O EULER HERMES ACI 800 RED BROOK BOULEVARD OWINGS MILLS, MD 21117	405	Shapes LLC	68,588.41	U	66	Shapes LLC	68,588.41	U
LUMBERMEN ASSOCIATES, INC. EULER HERMES ACI 800 RED BROOK BOULEVARD ATTN: LINDA MAY, CLAIMS SVC REP OWINGS MILLS, MD 21117	182	Shapes LLC	68,588.41	U	66	Shapes LLC	68,588.41	U
M. J. METAL, INC. 201 HANCOCK AVENUE BRIDGEPORT, CT 06605	219	Shapes/Arch Holdings LLC	66,745.02	U	174	Shapes/Arch Holdings LLC	66,745.02	U
MARUBENI AMERICA CORP. ATTN THOMAS E. CARLSON 375 LEXINGTON AVE. NEW YORK, NY 10017	431	Shapes/Arch Holdings LLC	1,871,574.41	U	392	Shapes/Arch Holdings LLC	1,871,574.41	U
MARUBENI AMERICA CORP. ATTN THOMAS E. CARLSON 375 LEXINGTON AVE. NEW YORK, NY 10017	432	Shapes/Arch Holdings LLC	1,871,574.41	U	392	Shapes/Arch Holdings LLC	1,871,574.41	U

Name/Address of Claimant	Claim to be Expunged				Remaining Claims			
	Claim Number	Debtor	Claim Amount	Claim Type	Cross Claim Number	Debtor	Claim Amount	Claim Type
MELTON TRUCK LINES, INC. ATTN: LISA M. FOGLEMAN 808 N 161ST E. AVE. TULSA, OK 74116	421	Shapes/Arch Holdings LLC	139,960.66	U	395	Shapes/Arch Holdings LLC	139,960.66	U
METAL MANAGEMENT CONNECTICUT, INC C/O SAME DELLA FERA, JR., ESQ. TRENK DIPASQUALE WEBSTER DELLA FERA ETAL 347 MT PLEASANT AVE, STE 300 WEST ORANGE, NJ 07052	275	Shapes/Arch Holdings LLC	85,048.44	U	239	Shapes/Arch Holdings LLC	85,048.44	U
NATIONAL CITY COMMERCIAL CAPITAL CO.,LLC ATTN: LISA M. MOORE 995 DALTON AVE. CINCINNATI, OH 45203	662	Accu-Weld LLC	129,356.51	U	651	Accu-Weld LLC	129,356.51	U
PACIFIC USA CORP. 375 SYLVAN AVENUE ENGLEWOOD CLIFFS, NJ 07632	380	Ultra LLC	111,041.24	U	337	Ultra LLC	111,041.24	U
PENNSAUKEN TOWNSHIP EMMANUEL J. ARGENTIERI, ESQUIRE PARKER MCCAY, P.A. - THREE GREENTREE CTR 7001 LINCOLN DRIVE WEST - P.O. BOX 974 MARLTON, NJ 08053-0974	597	Shapes/Arch Holdings LLC	837,905.30	S	541	Shapes/Arch Holdings LLC	837,905.30	S
PPG INDUSTRIES, INC. JOHN J. WINTER, ESQUIRE THE CHARTWELL LAW OFFICES, LLP 2621 VAN BUREN DRIVE NORRISTOWN, PA 19403			63,401.40	P			63,401.40	P
			181,006.22	U			181,006.22	U
PPG INDUSTRIES, INC. JOHN J. WINTER, ESQUIRE THE CHARTWELL LAW OFFICES, LLP 2621 VAN BUREN DRIVE NORRISTOWN, PA 19403	615	Accu-Weld LLC	244,407.62	T	539	Accu-Weld LLC	244,407.62	T
			27,162.80	P			27,162.80	P
			134,578.16	U			134,578.16	U
PUBLIC SERVICE ELECTRIC AND GAS COMPANY PSE&G ATTN NANCY OLIVERAS PO BOX 490 CRANFORD, NJ 07016	613	Shapes LLC	161,740.96	T	538	Shapes LLC	161,740.96	T
			1,548,751.18	U	1	Shapes/Arch Holdings LLC	1,548,751.18	U

Name/Address of Claimant	Claim to be Expunged				Remaining Claims			
	Claim Number	Debtor	Claim Amount	Claim Type	Cross Claim Number	Debtor	Claim Amount	Claim Type
PUBLIC SERVICE ELECTRIC AND GAS COMPANY PSE&G ATTN NANCY OLIVERAS PO BOX 490 CRANFORD, NJ 07016	373	Shapes/Arch Holdings LLC	1,548,751.18	U	1	Shapes/Arch Holdings LLC	1,548,751.18	U
T.M.C. TRANSPORTATION P.O. BOX 1774 DES MOINES, IA 50306	605	Shapes LLC	52,881.02	U	545	Shapes LLC	52,881.02	U
U.S. CUSTOMS AND BORDER PROTECTION ATTN: REVENUE DIVISION, BANKRUPTCY TEAM 6650 TELECOM DRIVE, SUITE 100 INDIANAPOLIS, IN 46278	437	Ultra LLC	374,887.60	T	399	Ultra LLC	374,887.60	T
UNITED PARCEL SERVICE ATTN WENDY FINNEGAN, AGENT C/O RMS BANKRUPTCY RECOVERY SERVICES PO BOX 4396 TIMONIUM, MD 21094	316	Ultra LLC	153,251.59	U	309	Ultra LLC	153,251.59	U
WEKERLE, JOSEPH 116 SMITH LANE RUNNEMEDE, NJ 08078	314	Shapes/Arch Holdings LLC	-		285	Shapes/Arch Holdings LLC	-	-
WEKERLE, JOSEPH 116 SMITH LANE RUNNEMEDE, NJ 08078	325	Shapes/Arch Holdings LLC	-		285	Shapes/Arch Holdings LLC	-	-
WINDOW DEPOT USA ATTN JIM VENABLE, PRESIDENT 10800 FINANCIAL CENTER PARKWAY #280 LITTLE ROCK, AR 72211	279	Accu-Weld LLC	55,838.83	U	212	Accu-Weld LLC	55,838.83	U

S - Secured  
A - Administrative  
P - Priority  
U - Unsecured  
T - Total Claimed

**EXHIBIT 2**

**Parties Holding Redundant Claims for Multiple Debtors**  
**(all parties listed alphabetically, and individually by last name)**

**Please refer to Page 8 of the First Omnibus Objection for the stated grounds in support of the Objection.**

Name/Address of Claimant	Claim to be Expunged				Remaining Claims			
	Claim Number	Debtor	Claim Amount	Claim Type	Cross Claim Number	Debtor	Claim Amount	Claim Type
BATTEL, STEVEN C/O CHERYL L COOPER, ESQ. HOLSTON MACDONALD UZDAVINIS 66 EUCLID STREET / PO BOX 358 WOODBURY, NJ 08096	364	Shapes LLC	250,000.00	U	272	Shapes	250,000.00	U
BATTEL, STEVEN C/O CHERYL L COOPER, ESQ. HOLSTON MACDONALD UZDAVINIS 66 EUCLID STREET / PO BOX 358 WOODBURY, NJ 08096	368	Ultra LLC	250,000.00	U	272	Shapes	250,000.00	U
BATTEL, STEVEN C/O CHERYL L COOPER, ESQ. HOLSTON MACDONALD UZDAVINIS 66 EUCLID STREET / PO BOX 358 WOODBURY, NJ 08096	370	Delair LLC	250,000.00	U	272	Shapes	250,000.00	U
BATTEL, STEVEN C/O CHERYL L COOPER, ESQ. HOLSTON MACDONALD UZDAVINIS 66 EUCLID STREET / PO BOX 358 WOODBURY, NJ 08096	372	Accu-Weld LLC	250,000.00	U	272	Shapes	250,000.00	U
LAJOIE'S AUTO WRECKING CO., INC. MICHAEL J. CONNOLLY, ESQ. BRESSLER AMERY & ROSS PC PO BOX 1980 MORRISTOWN, NJ 07962	566	Shapes/Arch Holdings LLC	142,877.53	A	565	Shapes	142,877.53	A
MATI SALES, LLC PO BOX 816 GLENDALE, PA 19038-0816	609	Shapes/Arch Holdings LLC	16,076.98	U	514	Delair/Shapes	16,076.98	U
MOTORCAR COLORS PO BOX 532 772 E MAIN STREET MOORESTOWN, NJ 08057	302	Accu-Weld LLC	2,822.90	U	360	Accu-Weld	2,822.90	U
PALL TRINCOR C/O NIXON PEABODY LLP ATTN: JOSEPH M. GITTO, ESQ. 437 MADISON AVENUE NEW YORK, NY 10022	652	Shapes/Arch Holdings LLC	18,750.00	U	653	Shapes	18,750.00	U

Name/Address of Claimant	Claim to be Expunged				Remaining Claims			
	Claim Number	Debtor	Claim Amount	Claim Type	Cross Claim Number	Debtor	Claim Amount	Claim Type
PALL TRINCOR C/O NIXON PEABODY LLP ATTN: JOSEPH M. GITTO, ESQ. 437 MADISON AVENUE NEW YORK, NY 10022	654	Ultra LLC	18,750.00	U	653	Shapes	18,750.00	U
PALL TRINCOR C/O NIXON PEABODY LLP ATTN: JOSEPH M. GITTO, ESQ. 437 MADISON AVENUE NEW YORK, NY 10022	655	Delair LLC	18,750.00	U	653	Shapes	18,750.00	U
PALL TRINCOR C/O NIXON PEABODY LLP ATTN: JOSEPH M. GITTO, ESQ. 437 MADISON AVENUE NEW YORK, NY 10022	656	Accu-Weld LLC	18,750.00	U	653	Shapes	18,750.00	U
TATE ENGINEERING SYSTEMS, INC. 1560 CATON CENTER DRIVE BALTIMORE, MD 21227	0	Shapes/Arch Holdings LLC	2,096.56	U	86	Shapes	2,096.56	U
VALLEY NATIONAL GASES LLC PO BOX 6628 WHEELING, WV 26003	350	Accu-Weld LLC	2,534.26	U	328	Accu-Weld	2,534.26	U

S - Secured  
A - Administrative  
P - Priority  
U - Unsecured  
T - Total Claimed

**EXHIBIT 3**

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

In re: ) Chapter 11  
Shapes/Arch Holdings L.L.C., )  
Debtors. ) Case No. 08-14631 (GMB)  
 ) (Jointly Administered)  
 )  
 )

**STIPULATION REGARDING  
PROOFS OF CLAIM FILED BY ALCAN ALUMINUM CORP.**

WHEREAS, on March 16, 2008 (the "Petition Date"), the above-captioned debtors and debtors-in-possession (the "Debtors") filed their petitions for relief under Chapter 11, Title 11, of the United States Code (the "Bankruptcy Code").

WHEREAS, on March 18, 2008, the Court entered an Order (the "Bar Date Order") requiring creditors to file proofs of claim by May 15, 2008.

WHEREAS, on March 18, 2008, the Court entered an Order (the "Claims Agent Order") authorizing the Debtors to retain Epiq Bankruptcy Solutions, LLC ("Epiq") as official noticing, claim and/or solicitation and balloting agent for the Debtors.

WHEREAS, pursuant to the Bar Date Order and the Claims Agent Order, any creditor wishing to assert a proof of claim against the Debtors was required to deliver such proof of claim to Epiq on or before May 15, 2008.

WHEREAS, Alcan Aluminum Corp. ("Alcan" and, together with the Debtors, the "Parties") timely filed Proof of Claim No. 460 in the amount of \$6,581,586.45, which was docketed by Epiq on May 9, 2008.

WHEREAS, on May 15, 2008, Epiq docketed a second proof of claim for Alcan in the amount of \$6,581,586.45, which is known as Proof of Claim No. 680.

WHEREAS, Proof of Claim No. 680 is duplicative of Proof of Claim No. 460.

WHEREAS, Alcan did not intend to file a second proof of claim, and understands that Epiq may have docketed Proof of Claim No. 680 in error.

WHEREAS, on June 20, 2008, the Debtors filed their First Omnibus Objection to Duplicate and/or Redundant Proofs of Claim (the "Claim Objection"), in which the Debtors objected to Proof of Claim No. 680 as duplicative and/or redundant of Proof of Claim No. 460.

WHEREAS, the Parties wish to resolve the Claim Objection without further litigation and have therefore entered into this Stipulation and agree as follows:

1. Alcan hereby withdraws in full Proof of Claim No. 680.
2. Alcan's agreement to withdraw Proof of Claim No. 680 shall in no way prejudice or otherwise affect Alcan's Proof of Claim No. 460.
3. The Debtors, on their own behalf and on behalf of their estates, hereby reserve and preserve the right to object to Proof of Claim No. 460 on any other ground or basis.

COZEN O'CONNOR

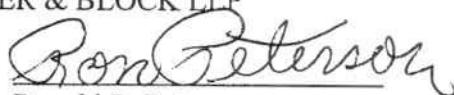
By: \_\_\_\_\_

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